

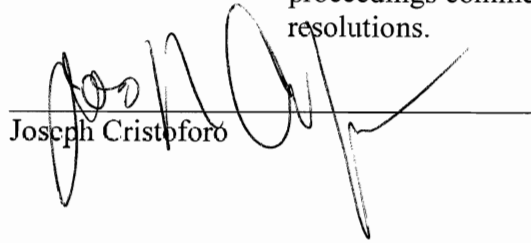
**Statewide Services, LLC**

**ACTION BY WRITTEN UNANIMOUS CONSENT OF THE MEMBERS  
IN LIEU OF A SPECIAL MEETING**

As of 02 May 2011

The undersigned, being the sole member of Statewide Services, LLC, a Massachusetts corporation (the "Corporation"), hereby consents, pursuant to Massachusetts law, to the adoption of the following resolutions, to be effective as of the date set forth above:

- RESOLVED: that this Corporation seek relief under the United States Bankruptcy Code, 11 U.S.C. 101 et seq. (the "Bankruptcy Code") at such time as the Manager or any other appropriate Officer of this Corporation shall deem such relief necessary; and,
- FURTHER  
RESOLVED: that this Corporation hereby authorize Joseph Cristoforo, the Manager, or any other appropriate Officer of this Corporation; (i) to prepare and file on behalf of this Corporation a petition for relief under Chapter 11 of the Bankruptcy Code; (ii) to execute on behalf of this Corporation such petition, schedules and statements as he may deem necessary or appropriate in connection therewith; (iii) to prepare and propose to creditors of this Corporation such plan as he may deem to be feasible and in the best interest of both this Corporation and its creditors; and (iv) to execute such further documents and so such further acts as he may deem necessary and appropriate with respect to the foregoing, including the filing of any petition or motion for relief under any other chapter of the Bankruptcy Code; the execution of any document or the doing of any act by him in connection with such proceedings to be conclusively presumed to be authorized by this resolution; and
- FURTHER  
RESOLVED: that the law firm of Donahue Grolman and Earle and Ira Grolman of that firm, be hereby retained as counsel under general retainer or such other terms and conditions he shall approve, to represent this Corporation in all proceedings commenced under of resulting from these resolutions.

  
Joseph Cristoforo